

EXHIBIT B

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re)	PROMESA
)	Title III
)	
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,)	No. 17 BK 3283-LTS
)	
)	(Jointly Administered)
)	
As a representative of)	
)	
THE COMMONWEALTH OF PUERTO RICO)	
<i>et al.,</i>)	
)	
Debtors.¹)	

**ORDER AUTHORIZING THE EMPLOYMENT OF
EDGE LEGAL STRATEGIES, P.S.C. AS LOCAL COUNSEL TO THE FEE EXAMINER**

Upon the Application filed by the Fee Examiner appointed in this proceeding for entry of an order to employ EDGE Legal Strategies, P.S.C. (“**ELS**” or the “**Firm**”) as his local counsel; and the Court having heard the statement of counsel in support of the relief requested therein and at a hearing thereon (the “**Hearing**”); and the Court finding that (a) the Court has subject matter jurisdiction over this matter pursuant to PROMESA section 306(a), (b) ELS does not hold or represent any interest materially adverse to the Fee Examiner with respect to matters for which ELS is to be employed, and (c) the Fee Examiner’s employment of ELS is in the best interest of

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the: (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and, (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

the Fee Examiner; and the Court finding that notice of the Application given by the Fee Examiner was sufficient under the circumstances and that no other or further notice is necessary; and the Court being fully advised in the premises and having determined that the legal and factual bases set forth in the Applications, the ELS Statement, and at the Hearing on the Application establish just cause for the relief herein granted; it is hereby:

ORDER, ADJUDGED AND DECREED THAT:

1. The Application is GRANTED, as set forth herein.
2. The Fee Examiner is authorized, pursuant to section 1103(a) of the Bankruptcy Code, to employ ELS as its local counsel in these Title III Cases in accordance with the terms and conditions set forth in the Application.
3. ELS shall be entitled to allowance and payment of compensation for professional services rendered and reimbursement of expenses incurred in connection with these Title III Cases as an administrative priority expense under section 503(b) of the Bankruptcy Code pursuant to any procedures established and required by PROMESA, this Court, and the United States Trustee.
4. The Fee Examiner is authorized and empowered to take all actions necessary to implement the relief granted in this Order.
5. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
6. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.
7. This Order resolves docket entry _____.

Dated: _____

LAURA TAYLOR SWAIN
United States District Judge